

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA**

PORTIA E. MCCOLLUM,
Derivatively on Behalf of
HEALTHCARE SERVICES GROUP,
INC.,

Plaintiff,

v.

THEODORE WAHL and JOHN C. SHEA,

Defendants,

-and-

HEALTHCARE SERVICES GROUP, INC., a
Pennsylvania corporation,

Nominal Defendant.

Case No. 2:20-cv-03426-KSM

[captions continued on the next page]

MARIA BATAN and CLEMENTE BATAN,
Derivatively on Behalf of HEALTHCARE
SERVICES, GROUP, INC.,

Plaintiffs,

v.

THEODORE WAHL, MICHAEL E. McBRYAN,
DANIEL P. McCARTNEY, JOHN C. SHEA, and
MATTHEW J. McKEE,

Defendants,

-and-

HEALTHCARE SERVICES GROUP, INC.,

Nominal Defendant.

Case No. 2:21-cv-02810-KSM

**STIPULATION AND [PROPOSED] ORDER REGARDING CONSOLIDATION AND
APPOINTMENT OF CO-LEAD COUNSEL AND LIAISON COUNSEL**

WHEREAS, on July 13, 2020, Plaintiff Portia E. McCollum filed a shareholder derivative action on behalf of Healthcare Services Group, Inc. (“HCSG”), in this District against certain current and former officers and directors of HCSG (the “Individual Defendants”), in a case captioned *McCollum v. Wahl*, No. 2:20-cv-03426 (the “*McCollum* Action”);

WHEREAS, on June 24, 2021, Plaintiffs Maria and Clemente Batan filed a shareholder derivative action on behalf of HCSG in this District against the Individual Defendants, in a case captioned *Batan v. Wahl*, No. 2:21-cv-02810 (the “*Batan* Action”);

WHEREAS, each of the plaintiffs in the *McCollum* Action and *Batan* Action (collectively, “Plaintiffs”) served pre-suit litigation demands on the HCSG Board of Directors as mandated by Pennsylvania law;

WHEREAS, Plaintiffs and the Individual Defendants (together, the “Parties”) agree that the *McCollum* Action and the *Batan* Action arise out of the same transactions and occurrences and

involve the same or substantially similar parties and issues of law and fact, and therefore agree that the administration of justice would be best served by consolidating the *McCollum* Action and the *Batan* Action and any subsequently-filed cases arising out of or relating to the same facts as alleged in the actions;

WHEREAS, counsel for HCSG and the Individual Defendants have accepted service of the complaints in the *McCollum* Action and the *Batan* Action; and

WHEREAS, counsel for Plaintiffs have conferred with respect to consolidation of the *McCollum* Action and the *Batan* Action (together, the “Related Actions”) and appointment of co-lead counsel and liaison counsel;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel, that:

1. Defendants hereby accept service of any papers or documents filed or served by Plaintiffs in the Related Actions and waive their defenses with respect to insufficiency of service of process in this Court. Defendants, however, do not waive any objection to the jurisdiction of this Court or any other defenses. Defendants need not answer, move, or otherwise respond to any of the complaints currently filed in the Related Actions.

2. The Related Actions are hereby consolidated (the “Consolidated Action”). Every pleading filed in the Consolidated Action, or in any separate action included herein, shall bear the following caption:

IN RE HEALTHCARE SERVICES	:	Case No. 2:20-cv-03426-KSM
GROUP, INC. DERIVATIVE	:	
LITIGATION	:	

3. Any actions filed in or transferred to this Court which arise out of or relate to the same facts as alleged in the Consolidated Action are hereby consolidated with the Consolidated

Action. This Order shall apply to each case which is subsequently consolidated with the Consolidated Action.

4. All documents previously filed in the *McCollum* Action and the *Batan* Action are deemed part of the record in the Consolidated Action, and all future filings should be made only in the Consolidated Action.

5. The law firms of Rigrodsky Law, P.A. and Scott+ Scott Attorneys at Law LLP are hereby appointed Co-Lead Counsel for the Consolidated Action. The Grabar Law Office is hereby appointed as Liaison Counsel for the Consolidated Action. The Defendants did not participate in, nor do they take any position regarding, the designation or appointment of lead counsel and liaison counsel for Plaintiffs.

6. Co-Lead Counsel and Liaison Counsel have authority to speak for Plaintiffs in the Consolidated Action and shall be the contact between Plaintiffs' counsel and Defendants' counsel in all matters regarding the Consolidated Action, including pre-trial procedure, trial, and settlement negotiations.

7. Co-Lead Counsel and Liaison Counsel shall be responsible for coordinating all activities and appearances on behalf of Plaintiffs and for the dissemination of notices and orders of this Court. No motion, discovery request, or other pretrial proceedings shall be initiated or filed by any plaintiff without the approval of Co-Lead Counsel and Liaison Counsel, so as to prevent duplicative pleadings or discovery. No settlement negotiations shall be conducted without the approval and participation of Co-Lead Counsel and Liaison Counsel.

8. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel and Liaison Counsel, or other duly authorized representatives of Co-Lead Counsel and Liaison Counsel, and such agreements shall be binding on all Plaintiffs.

DATED: June 29, 2021

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*Counsel for Healthcare Services Group, Inc.,
and the Individual Defendants*

SO ORDERED this 30th day of June, 2021


U.S.D.C.J. KAREN S. MARSTON